

**IN THE UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

MARILYN CLARK, Derivatively on Behalf of  
AMERICAN INTERNATIONAL GROUP,  
INC.,

Plaintiff,

**VS.**

MARTIN J. SULLIVAN, EDMUND S.W. TSE,  
WIN J. NEUGER, FRANK G. WISNER,  
BRIAN T. SCHREIBER, STEVEN J.  
BENSINGER, WILLIAM N. DOOLEY,  
FREDERICK W. GEISSINGER, ELIAS F.  
HABAYEB, ROBERT E. LEWIS, MARSHALL  
A. COHEN, MARTIN D. FELDSTEIN, ELLEN  
V. FUTTER, RICHARD C. HOLBROOKE,  
FRANK G. ZARB, STEPHEN L.  
HAMMERMAN, GEORGE L. MILES, JR.,  
MORRIS W. OFFIT, MICHAEL H. SUTTON,  
FRED H. LANGHAMMER, JAMES F. ORR,  
III, VIRGINIA M. ROMETTY and ROBERT B.  
WILLUMSTAD,

Defendants,

-and-

AMERICAN INTERNATIONAL GROUP,  
INC., a Delaware corporation,

### Nominal Defendant.

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) Case No. 07-CV-10466 (VM)

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New York, New York  
December 4, 2007

PAUL, WEISS, RIFKIND,  
WHARTON & GARRISON LLP

By: 

Daniel J. Kramer  
Robert N. Kravitz  
Elizabeth L. Smith

1285 Avenue of the Americas  
New York, NY 10019-6064  
Telephone: (212) 373-3000  
Facsimile: (212) 757-3990  
(212) 373-3000  
dkramer@paulweiss.com  
rkravitz@paulweiss.com  
esmith@paulweiss.com

*Attorneys for Nominal Defendant  
American International Group, Inc.*

TO; All Counsel of Record